

1 R. SCOTT ERLEWINE (State Bar No. 095106)  
 2 MEAGAN MCKINLEY-BALL (State Bar No. 245375)  
 3 PHILLIPS, ERLEWINE & GIVEN LLP  
 One Embarcadero Center, Suite 2350  
 3 San Francisco, California 94111  
 Telephone: (415) 398-0900  
 4 Facsimile: (415) 398-0911

5 Attorneys for Plaintiff  
 NORCA INDUSTRIAL, LLC

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9 **IN THE UNITED STATES DISTRICT COURT**  
 10 **FOR THE NORTHERN DISTRICT OF CALIFORNIA**

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13 NORCA INDUSTRIAL, LLC, a New York ) CASE NO. C 07 3425 EDL  
 Limited Liability Company, )

14

15 Plaintiff, )

16

v. )

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18 ROBERT WREN, an individual; PRIMROSE )  
 METALS, INC., a California corporation; )  
 RICHARD RAYBIN, an individual; LIFETIME )  
 CAPITAL GROUP, an unknown entity; )  
 VICTORIA PICOLOTTI, an individual; )

19

20 Defendants. )

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**DECLARATION OF COUNSEL  
 RE EX PARTE NOTICE IN  
 SUPPORT OF PLAINTIFF'S EX  
 PARTE APPLICATION FOR  
 TEMPORARY RESTRAINING  
 ORDER, PRELIMINARY  
 INJUNCTION AND EXPEDITED  
 DISCOVERY**

Date: July 2, 2007

Time: 10:00 a.m.

Room: Clerk's Office, 16th Flr.

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R. SCOTT ERLEWINE declares:

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1. I am a member of Phillips, Erlewine & Given LLP, counsel for defendant Norca  
 Industrial LLC (hereinafter "Norca") in this action. The facts set forth in this declaration are  
 based upon my personal knowledge, except where stated to be on information and belief, and as  
 to those, I believe it to be true.

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1       2. This action was filed on June 29, 2007. The summons and complaint were sent  
 2 out for service that afternoon. That afternoon, I was informed by our process server that he had  
 3 personally served defendants Robert Wren (individually and on behalf of Primrose Metals, Inc.)  
 4 and Victoria Picolotti with the summons and complaint.

5       3. On or about 19, 2007, Norca received a letter from Stuart Clark, Esq., stating that  
 6 he represents Robert Wren and Primrose, Inc. On June 29, 2007, I faxed to Mr. Clark letters  
 7 notifying him of this Application and providing him with the complaint. Attached hereto as  
 8 Exhibits A and B are true and correct copies of those letters.

9       4. On the afternoon of June 29<sup>th</sup>, I received a telephone call from an attorney named  
 10 Robin McConnell. She informed me that she will be representing Mr. Wren in this action and  
 11 would be appearing at the *ex parte* application hearing on July 2, 2007. Later that afternoon, I  
 12 received an email from Ms. McConnell advising that another attorney from her office, Brent  
 13 Finch, Esq., will instead be attending instead and requesting that I send the application papers to  
 14 her colleagues, Mr. Finch and John Cha, Esq. Attached hereto as Exhibit C is a true and correct  
 15 copy of that email.

16       5. On June 29, 2007, I e-mailed copies of the Declarations of Salim Bahar, Robert  
 17 Blumenkrantz and Counsel in support of this Application to Ms. McConnell, Mr. Finch and Mr.  
 18 Cha. On July 1, 2007, I e-mailed copies of the Notice of Application, Proposed Order and  
 19 Memorandum to them as well. Attached hereto as Exhibit D are true and correct copies of those  
 20 e-mails.

21       6. On June 30, 2007, I received an e-mail from Mr. Clark requesting that I forward  
 22 the application papers to him. On June 30, 2007, I e-mailed copies of the Declarations of Salim  
 23 Bahar, Robert Blumenkrantz and Counsel in support of this Application to Mr. Clark. On July 1,  
 24 2007, I e-mailed copies of the Notice of Application, Proposed Order and Memorandum to him  
 25 as well. Attached hereto as Exhibit E are true and correct copies of those e-mails.

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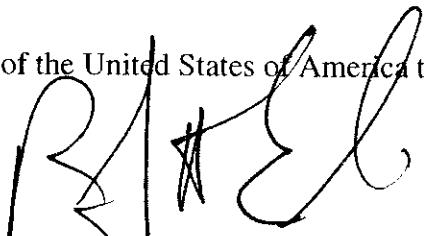
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1       7. On June 30, 2007, I called a Richard Raybin's telephone number and left a  
2 message notifying him of this Application. That same day, I received a return call from Mr.  
3 Raybin, who advise me that he was already aware of our lawsuit and that Mr. Clark would be  
4 representing him at the *ex parte* hearing on July 2, 2007.

5       I declare under penalty of perjury under the laws of the United States of America that the  
6 foregoing is true and correct.

7       Executed on: July 2, 2007

  
R. Scott Erlewine

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**PHILLIPS, ERLEWINE & GIVEN LLP**

ATTORNEYS AT LAW

ONE EMBARCADERO CENTER, 23<sup>RD</sup> FLOOR  
SAN FRANCISCO, CALIFORNIA 94111  
TELEPHONE (415) 398-0900  
FAX (415) 398-0911  
WWW.PHILLAW.COM

R. SCOTT ERLEWINE  
rse@phillaw.com

June 29, 2007

**VIA FACSIMILE**

Mr. Stuart C. Clark, Esq.  
Carr & Ferrell LLP  
2200 Geng Road  
Palo Alto, CA 94303

**Re: Norca v. Wren, et. al.**

Dear Mr. Clark:

We represent Norca Industrial LLC ("Norca"). We are directing this letter to you, as counsel for Robert Wren and Primrose Metals, Inc.

We are today filing on behalf of Norca a lawsuit against Robert Wren, Primrose Metals, Inc., Richard Raybin, Lifetime Capital Group and Victoria Picolotti in the United States District Court located at 450 Golden Gate Avenue, 16<sup>th</sup> floor, San Francisco, California, 94102. Norca will be filing this lawsuit alleging claims for misappropriation of trade secrets, unfair competition, breach of fiduciary duty, breach of duty of loyalty, intentional interference with advantageous business relationship, intentional interference with prospective economic advantage and misappropriation of employer property.

**This is notice that at approximately 10:00 a.m. on Monday, July 2, 2007 at the above-referenced location, Norca will be making an *ex parte* application for a temporary restraining order, order to show cause re: entry of a preliminary injunction and for permission to conduct expedited discovery.**

Norca will be asking the court to enjoin and restrain Mr. Wren, Primrose Metals and the other defendants, including any officer, agent, representative and/or employee of thereof, and any of their agents, servants, employees, attorneys or entities working with them, and those in active concert and participation with them, from directly or indirectly:

- a. contacting, obtaining quotes, contracting with, accepting deliveries from or doing business with Changwon (now "Posco Specialty Steel Co. Ltd.") directly or through intermediaries;

Stuart C. Clark, Esq.  
June 29, 2007  
Page 2

- b. disseminating, disclosing or using for any purpose plaintiff's confidential and proprietary information and/or trade secrets including, but not limited to:
  - i. NORCA's pricing information, pricing strategies, pricing formulation methods and profit margins;
  - ii. NORCA's proprietary credit insurance program;
  - iii. The list of manufacturing facilities used by NORCA and the specific contact person at each; the identities of the intermediaries used by NORCA to contact and negotiate with each such facility and the specific contact person for each; the credit, payment terms, shipping, insurance and other requirements demanded or accepted by each such facility; and NORCA's evaluation of the expertise, competence and reliability of each facility to manufacture particular types of products to specification in a timely fashion;
  - iv. The list of NORCA's customers and the specific contact names for each, the product specifications and requirements for each and NORCA's working knowledge of the decision-making process for each customer;
  - v. NORCA's proprietary software, which contains, among other things, NORCA's entire "trading package" with respect to the non-boiler tube business.
- c. contacting the companies on NORCA's confidential list of customers and suppliers;
- d. representing that defendants, or any of them, have "replaced" NORCA or referring to NORCA's customers and/or suppliers as defendants';
- e. quoting, entering into or performing any contract derived from a request for quote predating defendant WREN's termination;
- f. using the telephone and facsimile numbers (650) 344-3291 and (650) 344-9241 or representing that these numbers belong to defendants;

Stuart C. Clark, Esq.  
June 29, 2007  
Page 3

- g. publishing any of the text appearing on [www.NORCA.com](http://www.NORCA.com) or language substantially identical thereto on any website, including but not limited to, [www.primrosemetals.com](http://www.primrosemetals.com) or in any of defendants' advertisements or promotional materials;
- h. disposing of or destroying any documents, records, files, proposals, invoices, bills, customer lists, contact lists, ledgers, computer files, computer discs, correspondence or other information sources, which contain or may contain any of defendants' information regarding solicitation or servicing of NORCA's customers or suppliers or any of NORCA's confidential and proprietary information and/or trade secrets set forth in subsection (b) above or defendants' use or dissemination thereof.

Our client will also seek an order allowing for immediate discovery in preparation for a preliminary injunction hearing, and to conduct depositions on five court days' notice and to require responses to requests for production of documents served within five court days.

Assuming Norca's application papers are ready, we will have them sent to you via overnight mail for delivery on Saturday, June 30, 2007. Please contact us today if you would like to have them delivered to other than your office or if you would like to have us send them to you electronically. Otherwise, we will have copies available for you at the courthouse on Monday morning.

Very truly yours,

R. Scott Erlewine

RSE/pal  
Encl.

**PHILLIPS, ERLEWINE & GIVEN LLP**

ATTORNEYS AT LAW

ONE EMBARCADERO CENTER, 23RD FLOOR  
SAN FRANCISCO, CALIFORNIA 94111

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WWW.PHILLAW.COM

R. SCOTT ERLEWINE  
rse@phillaw.com

June 29, 2007

**VIA FACSIMILE**

Mr. Stuart C. Clark, Esq.  
Carr & Ferrell LLP  
2200 Geng Road  
Palo Alto, CA 94303

Re: Norca v. Wren, et. al.

Dear Mr. Clark:

Enclosed is a copy of the complaint filed today in the above-referenced action..

Very truly yours,  
R. Scott Erlewine

RSE/gag  
Encl.

**Subject:** FW: Norca  
**From:** "Randy Erlewine" <rse@phillaw.com>  
**Date:** Sat, 30 Jun 2007 21:48:12 -0700  
**To:** <mmb@phillaw.com>

-----Original Message-----

**From:** Robin McConnell [mailto:RMcConnell@srclaw.com]  
**Sent:** Friday, June 29, 2007 5:17 PM  
**To:** rse@phillaw.com  
**Cc:** Brent Finch; John Cha  
**Subject:** Norca

Mr. Erlewine -

There has been a change of plans. Brent Finch of our office will be appearing on Monday for the ex parte. Please make sure you email him the ex parte papers ASAP. His information is below. Please also copy John Cha of this office on the email w/ the documents.

Please confirm that you are still planning on overnighting the exhibit portion of your application.

Thank you,

bfinch@srclaw.com  
jcha@srclaw.com

**Robin M. McConnell**  
**STONE | ROSENBLATT | CHA**  
**21550 Oxnard Street**  
**Main Plaza - Suite 200**  
**Woodland Hills, CA 91367**  
**Phone (818) 999-2232**  
**Fax (818) 999-2269**  
**www.srclaw.com**

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**EXHIBIT C**

**Subject:** FW: norca  
**From:** "Randy Erlewine" <rse@phillaw.com>  
**Date:** Sun, 1 Jul 2007 00:06:17 -0700  
**To:** <mmb@phillaw.com>

-----Original Message-----

From: Randy Erlewine [mailto:rse@phillaw.com]  
Sent: Friday, June 29, 2007 6:18 PM  
To: Brent Finch; John Cha  
Cc: Robin McConnell [RMcConnell@srclaw.com]  
Subject: norca

Counsel,

Here are the declarations of Selim Bahar (with separately attached exhibits), Robert Blumenkrantz and counsel. These are the substantive declarations for the application, obviating the need to send them overnight to you. I'll e-mail the remaining paperwork tomorrow when it is completed.

Randy Erlewine  
Phillips, Erlewine & Given LLP  
One Embarcadero Center, Suite 2350  
San Francisco, CA 94111  
(415) 398-0900 (tel)  
(415) 398-0911 (fax)

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**Exhibits A-U REDACTED.pdf** Content-Type: application/pdf  
Content-Encoding: base64

**Declaration of Counsel iso Ex Parte App for TRO.pdf** Content-Type: application/pdf  
Content-Encoding: base64

**Declaration of Blumenkrantz iso Ex Parte App for TRO.pdf** Content-Type: application/pdf  
Content-Encoding: base64

**EXHIBIT D**

**Randy Erlewine**

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**From:** Randy Erlewine [rse@phillaw.com]  
**Sent:** Sunday, July 01, 2007 3:57 PM  
**To:** Brent Finch; John Cha  
**Cc:** Robin McConnell [RMcConnell@srlaw.com]  
**Subject:** norca v. wren



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Counsel,

Attached are plaintiff's application, memorandum and proposed order for tomorrow's ex parte application.

Randy Erlewine  
Phillips, Erlewine & Given LLP  
One Embarcadero Center, Suite 2350  
San Francisco, CA 94111  
(415) 398-0900 (tel)  
(415) 398-0911 (fax)

**Subject:** FW: Norca v. wren  
**From:** "Randy Erlewine" <rse@phillaw.com>  
**Date:** Sat, 30 Jun 2007 23:51:38 -0700  
**To:** <mmb@phillaw.com>

-----Original Message-----

From: Randy Erlewine [mailto:rse@phillaw.com]  
Sent: Saturday, June 30, 2007 10:24 AM  
To: lgclarx@aol.com; clark@carrferrell.com  
Subject: Norca v. wren

Mr. Clark,

Here are the declarations of Selim Bahar (with separately attached exhibits), Robert Blumenkrantz and counsel. These are the substantive declarations for the application. I'll e-mail the remaining paperwork when it is completed.

Randy Erlewine  
Phillips, Erlewine & Given LLP  
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Exhibits A-U REDACTED.pdf	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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Declaration of Counsel iso Ex Parte App for TRO.pdf	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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Declaration of Blumenkrantz iso Ex Parte App for TRO.pdf	<b>Content-Type:</b> application/pdf <b>Content-Encoding:</b> base64
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**EXHIBIT E**

**Randy Erlewine**

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**From:** Randy Erlewine [rse@phillaw.com]  
**Sent:** Sunday, July 01, 2007 3:59 PM  
**To:** lgclarx@aol.com; clark@carferrell.com  
**Subject:** norca v. wren



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Mr. Clark,

Attached are plaintiff's application, memorandum and proposed order for tomorrow's ex parte application.

Randy Erlewine  
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